AMENDMENTS TO THE CLAIMS

This listing of claims will replace all prior versions and listings of claims in the application:

LISTING OF CLAIMS:

1. **(original):** A prodrug comprising an analog of CC-1065 in which the phenolic group of the alkylating portion of the molecule is protected and wherein said prodrug further comprises a linker capable of conjugating said prodrug to a cell binding agent.

2. **(original):** The prodrug of claim 1 wherein said linker comprises a thiol or a disulfide bond.

3. **(original)** The prodrug of claim 1 wherein said protecting group increases water-solubility of said drug,

4. **(original)** The prodrug of claim 3 wherein said protecting group is selected from the group consisting of a piperazino carbamate, a 4-piperidino-piperidino carbamate and a phosphate.

5. **(original):** The prodrug of claim 1 wherein said linker comprises a polyethylene glycol of the formula –(-O(CH2)2)$_n$-, wherein n is an integer from 2 to 1000.

6. **(original):** A composition comprising the prodrug of claim 1 and a pharmaceutically acceptable carrier.

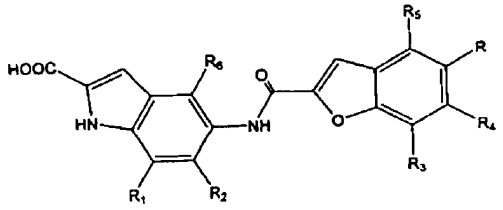
7. **(original):** A prodrug comprising an analog of a *seco*-cyclopropabenzindole-containing cytotoxic drug selected from the group consisting of analogs formed from a first subunit of formula (I) covalently linked to a second subunit of the formula (II), (III), (IV), (V),

(VI), (VII), (VIII) or (IX) via an amide bond from the secondary amino group of the pyrrole moiety of the first subunit to the C-2 carboxyl of the second subunit,

wherein the formula (I) is as follows:

(I)

wherein the formulae (II)-(IX) are as follows:



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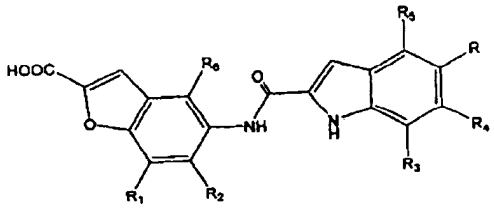

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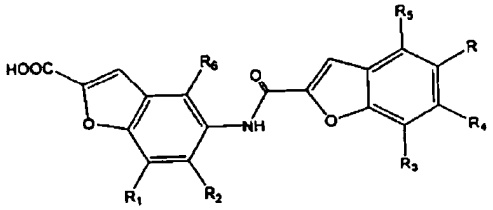

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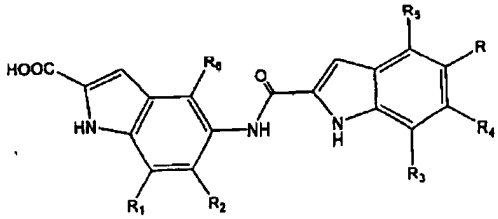

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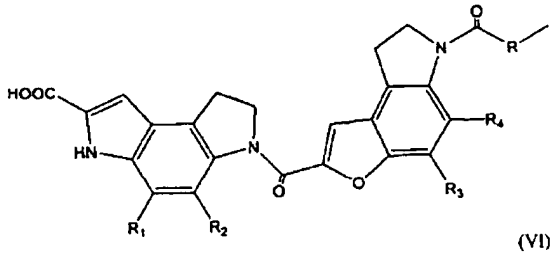

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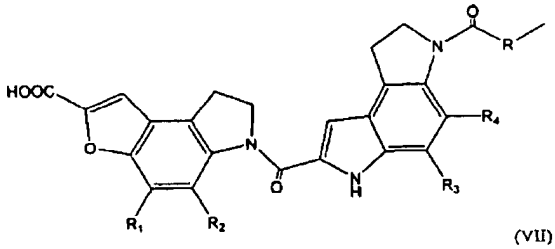

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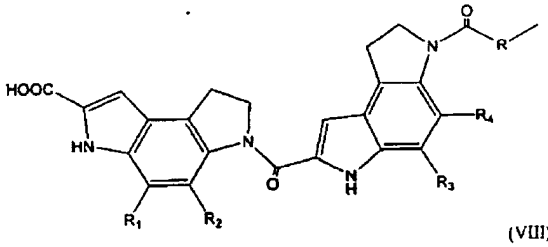

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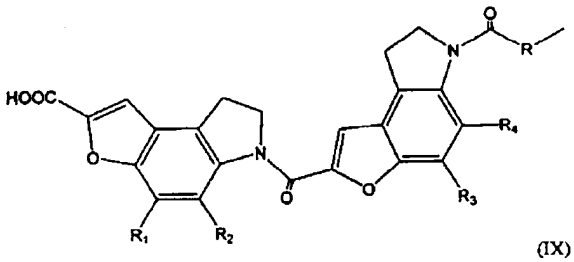

(IX)

wherein R represents a moiety that enables linkage of said prodrug to a cell binding agent;

wherein R_1-R_6 are each independently hydrogen, C_1-C_3 linear alkyl, methoxy, hydroxyl, primary amino, secondary amino, tertiary amino, or amido;

and wherein R_7 is an enzyme-cleavable protecting group.

8. **(original):** The prodrug of claim 7, wherein R comprises a thiol or a disulfide bond.

9. **(original):** The prodrug of claim 7, wherein R_1-R_6 are hydrogen.

10. **(original):** The prodrug of claim 7, wherein R_7 is selected from the group consisting of a piperazino carbamate, a 4-piperidino-piperidino carbamate and a phosphate.

11. **(original):** The prodrug of claim 10, wherein R represents a moiety that enables linkage of the prodrug to a cell binding agent via a disulfide bond.

12. **(currently amended):** The prodrug of claim 10, wherein said second subunit is represented by formula (II), (III), (IV), (V), (VI), (VII), (VIII) or (IX) and wherein R_1-R_6 are hydrogen.

13. **(original):** The prodrug of claim 12 which is (*S*)-*N*-[2-{(1-chloromethyl)-1,2-dihydro-5-[(4-methylpiperazino)carbonyloxy]-3*H*-benz(*e*)indol-3-yl}carbonyl]-1*H*-indol-5-yl]-5-[(3-methyldithio-1-oxopropyl)-amino]-1*H*-indole-2-carboxamide, or a salt or an isomer thereof.

14. **(original):** The prodrug of claim 12 which is (*S*)-*N*-[2-{(1-chloromethyl)-1,2-dihydro-5-[(4-methylpiperazino)carbonyloxy]-3*H*-benz(*e*)indol-3-yl}carbonyl]-1*H*-indol-5-yl]-5-[(3-mercapto-1-oxopropyl)-amino]-1*H*-indole-2-carboxamide, or a salt or an isomer thereof.

15. **(original):** The prodrug of claim 12 which is (*S*)-*N*-[2-{(1-chloromethyl)-1,2-dihydro-5-[(4-piperidino-piperidino)carbonyloxy]-3*H*-benz(*e*)indol-3-yl}carbonyl]-1*H*-indol-5-yl]-5-[(3-methydithio-1-oxopropyl)-amino]-1*H*-indole-2-carboxamide, or a salt or an isomer thereof.

16. **(original):** The prodrug of claim 12 which is (*S*)-*N*-[2-{(1-chloromethyl)-1,2-dihydro-5-[(4-piperidino-piperidino)carbonyloxy]-3*H*-benz(*e*)indol-3-yl}carbonyl]-1*H*-indol-5-yl]-5-[(3-mercapto-1-oxopropyl)-amino]-1*H*-indole-2-carboxamide, or a salt or an isomer thereof.

17. **(original):** The prodrug of claim 12 which is (*S*)-*N*-[2-{(1-chloromethyl)-1,2-dihydro-5-(phosphonoxy)-3*H*-benz(*e*)indol-3-yl}carbonyl]-1*H*-indol-5-yl]-5-[(3-methyldithio-1-oxopropyl)-amino]-1*H*-indole-2-carboxamide, or a salt or an isomer thereof.

18. **(original):** The prodrug of claim 12 which is (*S*)-*N*-[2-{(1-chloromethyl)-1,2-dihydro-5-(phosphonoxy)-3*H*-benz(*e*)indol-3-yl}carbonyl]-1*H*-indol-5-yl]-5-[(3-mercapto-1-oxopropyl)-amino]-1*H*-indole-2-carboxamide, or a salt or an isomer thereof.

19. **(original):** The prodrug of claim 12 which is (*S*)-*N*-[2-{(1-chloromethyl)-1,2-dihydro-5-(dibenzylphosphonoxy)-3*H*-benz(*e*)indol-3-yl}carbonyl]-1*H*-indol-5-yl]-5-[(3-methyldithio-1-oxopropyl)-amino]-1*H*-indole-2-carboxamide, or a salt or an isomer thereof.

20. **(original):** The prodrug of claim 12 which is (*S*)-*N*-[2-{(1-chloromethyl)-1,2-dihydro-5-hydroxy-3*H*-benz(*e*)indol-3-yl}carbonyl]-1*H*-indol-5-yl]-5-nitro-1*H*-indole-2-carboxamide, or a salt or an isomer thereof.

21. **(original):** The prodrug of claim 12 which is (*S*)-*N*-[2-{(1-chloromethyl)-1,2-dihydro-5-hydroxy-3*H*-benz(*e*)indol-3-yl}carbonyl]-1*H*-indol-5-yl]-5-[(3-methyldithio-1-oxopropyl)-amino]-1*H*-indole-2-carboxamide, or a salt or an isomer thereof.

22. **(original):** The prodrug of claim 12 which is (*S*)-*N*-[2-{(1-chloromethyl)-1,2-dihydro-5-hydroxy-3*H*-benz(*e*)indol-3-yl}carbonyl]-1*H*-indol-5-yl]-5-[(15''-methyldithio-

4'',7'',10'',13''- tetraoxapentadecyl -1-oxopropyl)-amino]-1*H*-indole-2-carboxamide, or a salt or an isomer thereof.

23. **(original):** A prodrug conjugate comprising a cell binding agent linked to one or more of the prodrugs of claim 1 or claim 7.

24. **(original):** The prodrug conjugate of claim 23 wherein said cell binding agent is an antibody or a fragment thereof.

25. **(original):** A composition comprising the prodrug of claim 7 and a pharmaceutically acceptable carrier.

26. **(original):** A method for treating a subject, comprising administering to a subject in need thereof an effective amount of the composition of claim 6 or 25.

27. **(original):** A method for treating a subject, comprising administering to a subject in need thereof an effective amount of the prodrug conjugate of claim 24.

28. **(original):** The prodrug of claim 7 wherein said linker comprises polyethylene glycol of the formula $-(-O(CH_2)_2)_n-$, wherein n is an integer from 2 to 1000.